

EXHIBIT D



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Browne George Ross O'Brien Annaguey Ellis LLP ("BGR") is a bi-coastal litigation firm representing plaintiffs and defendants in civil and criminal cases, including in class and collective actions, in federal and state courts, arbitrations, mediations, and administrative tribunals nationwide. The firm's clients range from Fortune 500 businesses to entrepreneurs to professionals to consumers.

BGR's practice spans the full scope of business disputes, including antitrust and unfair competition, commercial transactions, intellectual property, entertainment, and data privacy. The firm's practice also includes white collar criminal and regulatory defense. BGR and its attorneys have broad and significant experience litigating well over one hundred class actions for clients in the entertainment and leisure, professional sports, financial services, vehicle manufacture, public utility, transportation, energy, and insurance industries. The firm has served as lead or co-lead counsel in several class actions against technology, insurance, and financial services companies.

BGR and its attorneys have substantial experience investigating and litigating high-profile and complex antitrust matters nationwide. This experience includes antitrust investigations and actions related to:

- International aviation and shipping
- Transmission of natural gas and electrical power
- Relocation of professional sports teams
- Television rights owned by professional sports teams
- Manufacture of flat glass
- Manufacture and distribution of animal-tracking equipment
- Distribution and pricing of home and consumer goods
- Financing of used motor vehicles
- Financing of home mortgages
- Contracts in the entertainment industry
- Chemical manufacturing and composite metals



MARIBETH ANNAGUEY

PARTNER

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Maribeth Annaguey's practice involves class action defense, real estate disputes, Talent Agencies Act disputes, and matters involving breach of contract, misappropriation of trade secrets, fraud, securities violations, and defamation.

Her clients include the City of Los Angeles, real estate companies, entertainment artists, and high-net-worth individuals.

Maribeth has experience in all aspects of litigation in federal and state courts, including discovery, law and motion, trial, and post-trial law and motion. She has also represented clients before the California Labor Commission, the Equal Employment Opportunity Commission, and in arbitrations before arbitral tribunals in California and Texas, including JAMS, ADR Services, the American Arbitration Association, and the Independent Film & Television Alliance.

EDUCATION

- University of Southern California (J.D.)
- Editor-in-Chief (2002-2003) Southern California Law Review
- University of California at Berkeley (B.A.)

BAR ADMISSIONS

- State Bar of California
- United States District Court, Central District of California
- United States Court of Appeals for the Ninth Circuit

REPRESENTATIONS

- Defending the City of Los Angeles in multiple class-action lawsuits.
- Representing a global real estate services company in defense of lawsuits arising from tenant-in-common real estate transactions.
- Obtained several dismissals on the pleadings for a global real estate services company sued in class-action lawsuits claiming, collectively, more than \$85 million in damages.
- Prosecuted actions for breach of nondisclosure agreements and defamation on behalf of client Rob Lowe. In *Lowe v. Gibson* and *Lowe v. Boyce*, defeated anti-SLAPP motions where defendants attempted to invalidate non-disclosure agreements on First Amendment grounds.
- Represented a financier and producer in a partnership dispute which resulted in an arbitration award granting all intellectual property rights at issue to the client.
- Defended video game publisher, development studio, and the studio head against claims of misappropriation of a trade secret, breach of a developer agreement, and breach of a nondisclosure agreement.
- Successfully defended an international producer and hip hop artist in an action seeking millions of dollars for alleged breach of a personal services agreement filed in Australia.
- Represented a high-profile actress in an action involving an alleged breach of a partnership agreement.
- Represented a high-profile actress in a commissions dispute.
- Successfully represented high-profile individuals in obtaining retractions from online and print entertainment news media.

- Defended a broadcasting station sued for breach of a license agreement.
- Represented individuals in a corporate ownership dispute in a bench trial that resulted in the clients securing complete control of the company that held significant intellectual property assets.
- Represented minority shareholders in a derivative lawsuit resulting in multi-million dollar judgment for the clients.

PRACTICE AREAS

- Class Action Defense
- Real Estate

SPEAKING ENGAGEMENTS

- Speaker and Program Chair of Southern California Business Litigation Inn of Court (Program: "Lies I tell you! How Do I Deal with Anonymous Negative Internet Posts About Me?")
- Guest lecturer on defamation at the University of California at Berkeley, School of Law (Boalt Hall)
- Guest speaker on legal careers in the entertainment industry at the University of California at Berkeley, Center for Law and Technology
- Guest speaker on entertainment law at the USC Gould School of Law including its Topics In Entertainment Law, Motion Pictures Seminar

NEWS

- June 5, 2017: Liner Super Lawyers Rising Stars
Super Lawyers Magazine
- December 16, 2016: LA's \$70M Deal Ending Power Billing Suits Gets OK At Last
Law360
- November 21, 2016: LA judge gives preliminary approval to water bill deal
The Los Angeles Daily Journal
- September 1, 2016: Super Lawyer Standouts at Liner LLP
Super Lawyers
- August 17, 2015: LADWP Reaches Tentative Settlement In Customer Billing Class-Action Litigation
CBS
- May 5, 2014: Maribeth Annaguey among the Nominees for the Los Angeles Business Journal's "Women Making a Difference" Award
Los Angeles Business Journal
- September 26, 2013: Comerica Bank's "Best of LA" Women's Business Awards Program
LA Lakers
- April 9, 2012: 50 Lawyers on the Fast Track
The Recorder

RECOGNITIONS

- Southern California Super Lawyers (2019-2020)
- Southern California Super Lawyers - Rising Stars (2007-2008, 2010-2018)
- Southern California Super Lawyers Rising Stars Up-and-Coming 100 and Southern California Super Lawyers Rising Stars Up-and-Coming 50 Women (2015, 2017)
- "Woman of Mentorship" recognition from COMERICA BANK as part of their Best of LA Women's Business Awards (2013)
- Honored Among "50 Fast Track Lawyers" by *The Recorder* (2012)



ERIC M. GEORGE

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Eric M. George, a partner with Browne George Ross O'Brien Annaguey & Ellis LLP, represents clients in complex, frequently high-profile disputes.

He is experienced in state and federal trial court and arbitration proceedings, involving contracts, securities, intellectual property, real estate, art law, Native American law, malpractice and constitutional issues.

Eric also has extensive appellate experience, having argued cases before the California Supreme Court, the Ninth Circuit Court of Appeals and the California Courts of Appeal.

Prior to joining the firm, Eric served as Counsel to the United States Senate Judiciary Committee (1999 through 2000); as Deputy Legal Affairs Secretary to Gov. Pete Wilson (1997 through 1999); and as a law clerk for federal Judge D. Lowell Jensen of the Northern District of California (1993 through 1994).

Eric has been profiled on various occasions, and is featured regularly as one of the California Top 100 Attorneys by the Daily Journal, as one of the "Top 100 Power Lawyers" by the Hollywood Reporter, and as a "Super Lawyer."

Eric is a fellow of The American College of Trial Lawyers; has served on federal and state judicial selection committees; is involved in the state's legal, business and civic communities; and sits on the Ninth Circuit Court of Appeals' Advisory Committee.

He and Browne George Ross O'Brien Annaguey & Ellis LLP co-author and annually update the practice book *California Business Litigation*, published by the California Continuing Education of the bar.

RECOGNITION

- Top 100 Attorneys, *Los Angeles Daily Journal* (2007, 2008, 2010-2012, 2014-2019)
- Power Lawyers, *Hollywood Reporter* (2014)
- Southern California Super Lawyer, *Super Lawyers Magazine* (2007-2019)





DENNIS S. ELLIS

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Dennis S. Ellis is based in the firm's Century City office, and his practice concentrates on consumer class actions, unfair competition (Section 17200), business torts, product liability defense, environmental law, and breach of contract actions. He has worked for a diverse group of clients, including major retail chains, petroleum, pharmaceutical, and manufacturing companies, and internationally-known celebrities. Mr. Ellis is the author of several articles that have appeared in various legal publications, including a law review article entitled "*A Product Liability Claim By Any Other Name Remains A Product Liability Claim: California Courts Should Not Permit Plaintiffs To Recast A Product Liability Claim In The Terms Of Fraud*," 25 Whittier L. Rev. 441 (2003). He also wrote a practitioner's treatise entitled *Enforcement of Judgments: A Practitioner's Guide to Recovery*, published by ALM Media LLC in July 2016.

EDUCATION

- Howard University School of Law, J.D., 1995 (cum laude)
- California State University, Fullerton, B.A. 1990

BAR ADMISSIONS

- California

Before studying law, Mr. Ellis was one of 18 individuals selected from a nationwide pool of over 350 applicants to work for the California State Assembly as a Jesse Marvin Unruh Assembly Fellow. After completing the year-long Fellowship program, he was hired as a legislative aide to Assemblywoman Carol Bentley. As Assemblywoman Bentley's chief legislative advisor, Mr. Ellis briefed the Assemblywoman on pending legislation and was responsible for drafting many of the bills she introduced.

Mr. Ellis graduated from California State University, Fullerton in 1990, where he was a scholarship student-athlete and starting offensive lineman on the Titan football team. He graduated cum laude from Howard University School of Law in 1995. While there, Mr. Ellis was first runner-up in the Charles H. Houston Moot Court Competition, a member of the National Moot Court Team, and a member of the *Howard Law Journal*.

RECENT REPRESENTATIONS

Dennis has successfully represented clients in these matters:

- **Consumer Class Action Defense:** Mr. Ellis has a thriving practice representing consumer packaged goods companies across the country. He has successfully defended such cases by obtaining

motions to dismiss at the pleading stage and denial of motions for class certification.

- *New World TMT Limited v. PrediWave Corporation, et al.*: Mr. Ellis was lead attorney in the case which resulted in what is believed to be the largest judgment ever obtained by a Chinese firm in a U.S. court. In *New World*, Mr. Ellis led a team of attorneys who successfully brought a motion for terminating sanctions against PrediWave Corporation, eight PrediWave-related companies, and their CEO, Jianping "Tony" Qu. In its order, the court struck all the defendants' answers and cross-claims, and ordered that default be entered against them and in favor of Mr. Ellis' client, *New World*. A default hearing to prove compensatory and punitive damages resulted in a total judgment in excess of \$2.8 billion.
- *Pacific Coin Management v. BR Telephony Partners, L.P., et al.*: Mr. Ellis was part of a trial team that obtained a \$97.2 million jury verdict on behalf of their client in this lawsuit involving claims of unfair competition and other related claims regarding the alleged failure to disclose material information in an investment solicitation.
- *Broadlink Communications, Inc. v. MRV Communications, Inc.*: Mr. Ellis was the lead trial lawyer in the *Broadlink* case, assisted only by a junior associate, where they represented *iTouch Communications, Inc.* ("iTouch"), a division of *MRV Communications, Inc.* ("MRV"), in a case of breach of contract for sale of goods. A collection agency brought the case in Sonoma County Superior Court on behalf of bankrupt *Broadlink*. After deliberating for three and a half hours, the jury returned a defense verdict on all counts in favor of Mr. Ellis' clients, *iTouch* and *MRV*.
- Mr. Ellis was the lead trial lawyer in a three-month long trial handling the opening, closing, and direct and cross-examination of all the major witnesses. This case involved a \$16 million lawsuit filed by a Santa Barbara-based preventative medical scanning company. The jury concluded that the company's demise was due to a downward industry trend in the full-body scanning market and its own poor management decisions, rather than the company's claims of malfunctioning equipment manufactured by Mr. Ellis' client, a major healthcare company.
- Confidential JAMS Arbitration: Mr. Ellis served as lead counsel for Claimant in an environmental case, where Claimant alleged Respondents failed to pay their agreed portion of response costs related to an enforcement action brought by the Regional Water Quality Control Board. At the conclusion of the arbitration, the panel of three retired judges ordered Respondents to pay their full

portion of response costs in the amount of \$2,045,279.40 and an additional \$651,638.81 in prejudgment interest. The panel also found that Claimant was the prevailing party and entitled to attorneys' fees in excess of \$2,000,000.

ACCOLADES AND RECOGNITIONS

- Member, International Association of Defense Counsel
- Fellow, Litigation Counsel of America's Trial Lawyer Honorary Society
- Named as a "Super Lawyer" by Los Angeles magazine (2007-2021)

- John M. Langston Bar Association of Los Angeles; Legacy of Leadership Award (2016)
- California Lawyer of the Year by California Lawyer magazine (2006)
- Named as one of the "Top 20 Lawyers under 40" by the Daily Journal (2006)
- Included in "Who's Who in Black Los Angeles"

PROFESSIONAL AND COMMUNITY INVOLVEMENT

- Former General Counsel and Member, Board of Directors, Zeitgeist Community Learning Center, a community-based after school program for students grades three through five, in South Central Los Angeles
- Member, Board of Visitors, Howard University School of Law

PRACTICE AREAS

- Advertising and Promotions Trade Secrets
- Mass Tort, Toxic Tort, and Environmental Litigation
- Life Sciences and Healthcare
- Financial Services Litigation
- Complex Litigation and Arbitration
- Class Actions
- Intellectual Property
- Environment and Energy Litigation


CARL A. ROTH

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Carl Alan Roth's practice involves a wide range of large-scale and complex sports, media and entertainment, banking, insurance, intellectual property, real estate, product liability, bankruptcy, environmental, and securities disputes. In the course of that work, Mr. Roth has argued in state and federal appellate and trial courts, and participated in large and small case trials, examining both lay and expert witnesses, and presenting complex arguments to juries. Mr. Roth also prepared and filed legal memoranda in state and federal appellate courts, including the California, Texas and United States Supreme Courts.

EDUCATION

- Harvard Law School (J.D.)
- University of California, Berkeley (A.B.)

BAR ADMISSIONS

- State Bar of California
- United States District Court, Central District of California
- United States Court of Appeal for the Ninth Circuit

REPRESENTATIONS

- Defending the NFL, NFL Properties, the NBA and NBA Properties in significant antitrust, contract and fiduciary duty claims in state and federal trial and appellate courts;
- Defending numerous major film studios on various antitrust and state commercial law matters;
- Defending major film studios in various disputes with Hollywood talent, including writers, directors and actors, over participation in and accounting associated with major Hollywood films;
- Defending the largest and controlling shareholder in a battle for control over one of the seven major film studios;
- Defending a major film studio regarding the ownership of and financial accounting concerning "Gone With the Wind";
- Defending a major Southern California toy company in multibillion-dollar copyright and state law claims asserted in federal district court;
- Defending a major Southern California pharmaceutical company in a multibillion-dollar trade secret claim;
- Prosecuting a multimillion-dollar trade secret claim on behalf of a California-based wearable technology company;
- Representing one of the nation's largest natural gas transmission companies in antitrust claims asserted in Alabama and Georgia federal courts, including filing briefs on behalf of that company in the Eleventh Circuit and the United States Supreme Court;
- Defending the underwriters of more than \$15 billion of WorldCom, Inc. debt securities in class actions brought by bondholders throughout the United States;
- Defending the world's largest car manufacturing company in state and federal product liability cases;
- Defending the trustees of the Hearst Family Trust on claims regarding the interpretation of the will and related documents of William Randolph Hearst

- as they relate to the operation of the Hearst Corporation; and
- Defending three international corporations in evidentiary proceedings connected to bankruptcy proceedings pending in California, Illinois and Delaware bankruptcy courts.

PRACTICE AREAS

- Business Litigation
- Media & Entertainment
- Intellectual Property
- Real Estate
- Product Liability
- Bankruptcy


RYAN Q. KEECH

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EDUCATION

- New York University School of Law, J.D.
- Osgoode Hall Law School, LL.B.
- Queen's University at Kingston, B.A. (Hons.), with distinction

BAR ADMISSIONS

- California
- Central District of California
- Northern District of California
- Southern District of California
- Ninth Circuit Court of Appeals
- Ontario, Canada

Ryan Q. Keech is a partner in the Los Angeles office of Browne George Ross O'Brien Annaguey & Ellis LLP, where he advises and represents companies and individuals in high-stakes entertainment and business disputes. Mr. Keech has represented U.S. and foreign clients in trial and appellate litigation and arbitration in a wide variety of industries, including feature and television production, general media and entertainment, toys and other consumer products, cosmetics, financial services, insurance, social media and mobile technology. He has particularly significant experience handling disputes involving copyright, trademark, trade dress, trade secrets, business torts, complex contract interpretation, unfair competition, false advertising and FTC claims, as well as with collective bargaining, labor relations and initial and residual compensation issues in the theatrical motion picture and television industry.

Prior to joining Browne George Ross O'Brien Annaguey & Ellis LLP, Mr. Keech most recently served for more than two years as in-house staff counsel for the Alliance of Motion Picture and Television Producers (AMPTP), where he represented the major studios, broadcast television networks and certain basic cable and pay television services in labor negotiations and related matters in the United States and Canada. Before serving as staff counsel to the AMPTP, Mr. Keech was an associate for five years litigating cases at both the trial and appellate level in the Los Angeles office of Quinn Emanuel Urquhart & Sullivan, LLP.

Mr. Keech received his J.D. from New York University School of Law, where he served as a Notes Editor for the New York University Journal of Legislation and Public Policy. Mr. Keech also received an LL.B. from Osgoode Hall Law School, where he was an editor of the Osgoode Hall Law Journal and received top academic prizes in Criminal Law, Civil Procedure and Administrative Law. Mr. Keech earned his B.A. in Political Studies and Music, with distinction, from Queen's University at Kingston.

NOTABLE REPRESENTATIONS:

- Obtained preliminary injunction in the Central District of California halting all advertising and sales of competing product based on claims of trademark, trade dress and copyright infringement. Prevailed on subsequent appeal to Ninth Circuit Court of Appeals. *Am. Rena Int'l Corp., et al v. Sis-Joyce Int'l Co., Ltd., et al*, 2012 WL 12538385 (C.D. Cal. Oct. 15, 2012), *aff'd*, 534 Fed. Appx. 633 (9th Cir. Jul. 24, 2013).

- Obtained case-ending terminating sanctions prior to trial, including a seven-figure judgment with a full award of damages, over \$1 million in attorneys' fees and a permanent injunction, in a trademark, trade dress and RICO conspiracy case in the Central District of California.
- Obtained summary judgment completely defeating eight-figure contract and tort claims brought by former independent contractor in Los Angeles Superior Court.
- Part of trial team that obtained seven-figure judgment for client on trademark and trade dress counterclaims at ensuing bench trial.
- Part of trial team that obtained full defense verdict at jury trial in the Central District of California on behalf of producers, writer, director and associated production company for intellectual property claims related to the development and production of a major theatrical motion picture.
- Successfully defended animation studio against claims of copyright infringement related to a major theatrical motion picture.
- Successfully defended owner and operators of major social media application against claims of trademark infringement.
- Successfully represented high-profile non-profit motion picture industry organization in enforcing intellectual property and related restrictions on the sale of industry award statuettes by award recipients.
- Part of industry negotiating team that successfully represented the major motion picture and television studios, network production entities and independent production companies in numerous labor negotiations and related matters.

PRACTICE AREAS

- Complex Business
- Entertainment
- Copyright/Trademark
- Insurance

EDUCATION:

- New York University School of Law, J.D.
- Osgoode Hall Law School, LL.B.
- Queen's University at Kingston, B.A. (Hons.), with distinction



JASON KELLY
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EDUCATION

- J.D., University of Southern California
- B.A., University of California, Los Angeles

BAR ADMISSIONS

- State Bar of California
- U.S. Court of Appeals for the Ninth Circuit
- U.S. District Court, Central District of California
- U.S. District Court, Southern District of California

Jason Kelly is an associate in Browne George Ross O'Brien Annaguey & Ellis's Century City office. His practice focuses on complex commercial litigation, with an emphasis on class actions. Jason has litigated complex securities, breach-of-contract, and competition claims. He has experience in all aspects of litigation, including discovery, law and motion, trial, and mediation and settlement.

Prior to joining Browne George Ross O'Brien Annaguey & Ellis, Jason was a law clerk for the Honorable Leslie J. Abrams Gardner of the U.S. District Court, Middle District of Georgia. He also was an associate at Kirkland & Ellis LLP and Katten Muchin Rosenman LLP. During law school, Jason was a judicial extern for the Honorable Virginia A. Phillips of the U.S. District Court, Central District of California, and an intern for the U.S. Securities and Exchange Commission.